

OMB NO. 1124-0006; Expires February 28, 2014

U.S. Department of Justice

Washington, DC 20530

Exhibit A to Registration Statement**Pursuant to the Foreign Agents Registration Act of 1938, as amended**

INSTRUCTIONS. Furnish this exhibit for EACH foreign principal listed in an initial statement and for EACH additional foreign principal acquired subsequently. The filing of this document requires the payment of a filing fee as set forth in Rule (d)(1), 28 C.F.R. § 5.5(d)(1). Compliance is accomplished by filing an electronic Exhibit A form at <http://www.fara.gov>.

Privacy Act Statement. The filing of this document is required by the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide this information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .49 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name and Address of Registrant

Paramount Strategies, 1826 Ward Drive, Suite 201, Murfreesboro, TN 37129

2. Registration No.

6174

3. Name of Foreign Principal

Defence SA/Government of South Australia thru Fletcher Rowley

4. Principal Address of Foreign PrincipalLevel 4, 151 Pirie Street
Adelaide SA 5000 Australia**5. Indicate whether your foreign principal is one of the following:**☒ Foreign government☐ Foreign political party☐ Foreign or domestic organization: If either, check one of the following:☐ Partnership☐ Committee☐ Corporation☐ Voluntary group☐ Association☐ Other (specify) _____☐ Individual-State nationality _____**6. If the foreign principal is a foreign government, state:**

a) Branch or agency represented by the registrant

Defence SA

b) Name and title of official with whom registrant deals

Andrew Fletcher, Chief Executive

7. If the foreign principal is a foreign political party, state:

a) Principal address

N/A

b) Name and title of official with whom registrant deals

c) Principal aim

Formerly CRM-157

FORM NSD-3
Revised 03/11

8. If the foreign principal is not a foreign government or a foreign political party:

a) State the nature of the business or activity of this foreign principal.

N/A

b) Is this foreign principal:

Supervised by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Owned by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Directed by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Controlled by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Financed by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Subsidized in part by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

9. Explain fully all items answered "Yes" in Item 8(b). (If additional space is needed, a full insert page must be used.)

N/A

10. If the foreign principal is an organization and is not owned or controlled by a foreign government, foreign political party or other foreign principal, state who owns and controls it.

N/A

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit A to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date of Exhibit A	Name and Title	Signature
	Mike Terry, Partner	

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Exhibit B to Registration Statement
Pursuant to the Foreign Agents Registration Act of 1938, as amended

INSTRUCTIONS. A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements, or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. Compliance is accomplished by filing an electronic Exhibit B form at <http://www.fara.gov>.

Privacy Act Statement. The filing of this document is required for the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide the information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .33 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant Paramount Strategies	2. Registration No. 6174
3. Name of Foreign Principal Defence SA/Government of South Australia thru Fletcher Rowley, Inc.	

Check Appropriate Box:

4. ☒ The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach a copy of the contract to this exhibit.
5. ☐ There is no formal written contract between the registrant and the foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach a copy of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
6. ☐ The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and expenses, if any, to be received.
7. Describe fully the nature and method of performance of the above indicated agreement or understanding.
Please see attached Agreement.

8. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

Please see attached Agreement.

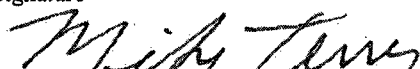
9. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act and in the footnote below? Yes ☒ No ☐

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.

Please see attached Agreement.

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit B to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date of Exhibit B	Name and Title	Signature
	Mike Terry, Partner	

Footnote: Political activity as defined in Section 1(o) of the Act means any activity which the person engaging in believes will, or that the person intends to in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.

PARAMOUNT STRATEGIES

June 1, 2013

Bill Fletcher
Fletcher Rowley
1720 West End Avenue, Suite 630
Nashville, TN 37203

Dear Bill,

I appreciate your consideration of Paramount Strategies to provide federal government relations to Defence SA. I want to share with you a short overview of our firm, our experience, the approach we take toward client services, a detailed description of the services we will provide, and the terms of agreement.

Overview and History

Paramount Strategies, LLC is a government relations and strategic planning firm serving major public companies, trade and professional associations, small and medium-sized businesses, non-profits, educational institutions, and foreign leaders and governments affected by actions of the United States government.

Former Congressman Lincoln Davis, his long-time chief of staff, Beecher Frasier, and Congressman Bart Gordon's long-time political director, Mike Terry, formed Paramount Strategies in January 2011. In addition to the partners and associates at the firm, Paramount Strategies has a strategic partnership with a former Republican staffer with 28 years of experience on Capitol Hill and a former Republican member of Congress to assist in achieving the objectives of our client.

While firm members remain involved in their respective political parties, Paramount Strategies brings a bipartisan, politically balanced approach to problem solving in Washington, D.C. A special strength of Paramount Strategies

is the members' knowledge of the inner workings of "official Washington," and a finely tuned understanding of what motivates decision-makers, including their needs, the pressures of their jobs, and how a client should manage its behavior accordingly.

We develop and implement targeted strategies that utilize our knowledge of the policy and the politics of every issue. In Washington, policy and politics are forever linked and a successful strategy must understand these nuances.

Experience

Congressman Lincoln Davis founded Paramount Strategies in 2011 after serving 8 years representing Tennessee's Fourth Congressional District. Lincoln served on the Appropriations Committee and Science Committee in 2009 and 2010. Prior to joining the Appropriations Committee, he served on the Financial Service Committee, the Transportation Committee, and the Agriculture Committee.

While on the Transportation Committee, he helped write the 2005 Highway Reauthorization Bill and while serving on the Agriculture Committee in 2007, he helped write the 5-year reauthorization of the Farm Bill.

Lincoln enjoys an excellent reputation as an effective legislator who is well liked on both sides of the aisle. During his time in Congress, independent journals and magazines consistently rated him as one of Washington's most bi-partisan legislators.

While in Congress, Lincoln chaired the National Prayer Breakfast and was a leader in the weekly bi-partisan Prayer Group. He founded the Kurdish-American Caucus to provide advocacy for the Iraq Kurds and as a member of the Congressional Blue Dog Caucus, he worked for strong National Defense and Fiscal Responsibility.

Prior to winning a congressional seat in 2002, Lincoln Davis served in the Tennessee State Senate from 1996 to 2002 where he passed landmark legislation to protect the victims of domestic violence. As in Congress, Davis was recognized in the Senate for his bi-partisanship. He also served in the Tennessee State House of Representatives from 1980 to 1984 and was a city mayor.

He maintains bi-partisan relationships with officials at all levels of government across Washington, DC.

Lincoln has a history of service to his community. He was the incorporator and President of the Byrdstown-Pickett County Chamber of Commerce, President of the Tennessee Jaycees, President and coach of a local Little League Baseball league, and has served on numerous Boards promoting Education, Tourism, and Economic Development.

He was educated in Tennessee public schools and graduated from Tennessee Technological University with a degree in Agriculture.

Beecher Frasier has over 15 years of public policy experience on federal and state policy matters. He assists clients with the design and execution of successful legislative policy and focuses on business development, lobbying, and government relations on a wide range of issues.

Prior to joining Paramount Strategies, Beecher was Chief of staff to Congressman Lincoln Davis for 8 years. He served as Davis' chief policy and political advisor where he was responsible for the Congressman's work on the Appropriations Committee and the Financial Services Committee. While working with the Appropriations Committee, he helped secure millions of dollars in federal appropriations for Tennessee's Fourth Congressional District.

Beecher coordinated legislative, communications, and constituent services strategies and served as the Congressman's key liaison with other Chiefs of staff, the White House, the Administration, and other government agencies. He developed and implemented all policy objectives and was the main liaison with local officials, chambers of commerce, and community organizations. His areas of expertise include energy policy, the nuclear weapons complex, education policy, appropriations, and non-profits.

While working for Congressman Davis, he was active in the Blue Dog Coalition, an alliance of common sense, pro-business House democrats. Beecher received his Bachelor of Science degree from Lipscomb University in Education.

Jim Stubblefield serves as projects coordinator for Paramount Strategies. Jim worked for Congressman Bart Gordon for 26 years where he served as Gordon's economic and community development coordinator and has a long history of finding grants and available federal appropriation dollars.

Jim has far-reaching experience in dealing with the cumbersome maze of federal regulations and federal partnerships and maintains key contacts within numerous federal agencies. He received his Bachelor of Science degree from Middle Tennessee State University and lives in Murfreesboro with his wife, Nancy, and two daughters.

Mike Terry brings more than 20 years of experience in government to his work at Paramount Strategies, including 15 years as a senior staffer to a member of Congress. He has extensive experience in working with companies on their design and implementation of federal policy, high stakes public affairs campaigns, and crisis management.

Mike serves as Managing Partner for Paramount Strategies and represents a diverse group of U.S. companies and trade organizations as well as international leaders before the legislative and executive branches of government. He provides strategic advice to help companies and trade associations effectively navigate the policy making process in Washington, D.C.

With an extensive knowledge of survey research, demographics, and electronic, print, and direct mail marketing, he has been one of Tennessee's premier political organizers. Mike is an expert in crisis management and brings unique skills involving public relations, communications, and fund-raising to develop comprehensive strategic plans for grass roots organizing, media outreach, and coalition building.

Prior to joining Paramount Strategies, Mike worked for House Science Committee Chairman Bart Gordon for 18 years; the last 15 years as Political Director. He worked on the legislative agenda, served as a liaison to local governments and the business community, developed and implemented a marketing plan to promote Gordon's legislative accomplishments which utilized free and paid media, and prepared and delivered speeches and statements as the Congressman's representative.

Mike received his Bachelor of Science in Political Science from Middle Tennessee State University. Prior to earning his degree at MTSU, he attended the University of Tennessee where he competed as a high jumper on the 1984 and 1985 SEC Championship track teams. He is a board member for Middle Tennessee State University's National Alumni Association.

Our Approach

Paramount Strategies emphasizes a highly personal, detail-oriented approach to client service. All members of the firm are actively engaged in the problems and concerns of our client, and ensure that the client benefits from the particular strengths, relationships, and political contacts of each firm member.

Our philosophy is that success is built on long-term relationships. For this reason, we pride ourselves on working hard to deliver the service we promise,

being available when needed, and exhibiting integrity in our dealings with the client, Congress, and the current administration. Paramount Strategies serves only a limited number of clients in order to ensure personal service and deliver a high quality work product in a timely manner.

Our Services

Paramount Strategies will work with Fletcher Rowley to develop a strategy to get the right meetings and talk to the right people in order to put Defence SA and TechPort on the radar of critical decision makers in the budget process of the United States Federal Government including the White House, the United States House of Representatives, the United States Senate, the Pentagon, and the United States Navy.

Former Congressman Lincoln Davis and Mike Terry will register as Licensed Foreign Agents on behalf of South Australia while the remaining staff will contribute toward the objective in a collaborative capacity. The staff of Paramount Strategies will identify the key decision makers in the Executive and Legislative branches as well as the key decision makers in the Military. We will introduce the opportunities and efficiencies available to the U.S. Navy by using TechPort and will address specific goals regarding voyage repairs, systems maintenance, and emergency repairs and maintenance. Additionally, we will:

- Evaluate the possibility of amending relevant United States law to allow for expanded use of Australian ports for issues beyond voyage repairs and systems maintenance;
- Determine the actual ships to be moved from the Atlantic to the Pacific;
- Identify allies in the private sector and engage them for various purposes to help educate the U.S. Navy and Executive and Legislative branches of government on the advantages of TechPort;
- Identify supporters in the U.S. House and U.S. Senate;
- Identify supporters in the Executive branch of the U.S. Government (White House and Pentagon) and the U.S. Navy.

Cost of Services

The proposed consulting fee for the above services is \$5,000.00 for the month of June 2013 and 7,500.00 per month for the months of July through October 2013. At the end of October 2013, the monthly consulting fee will be discussed and renegotiated. Payments will be made to Paramount Strategies, LLC. We would ask to be reimbursed for expenses related specifically to Defence SA.

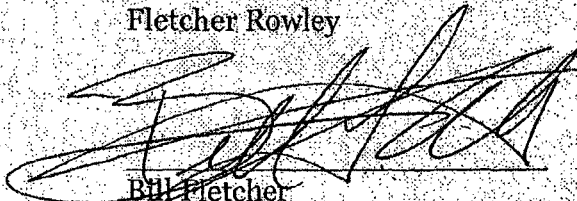
Binding Agreement

This document represents the entire agreement and understanding between Paramount Strategies and Fletcher Rowley. This document will be modified accordingly to reflect any agreed upon amendment.

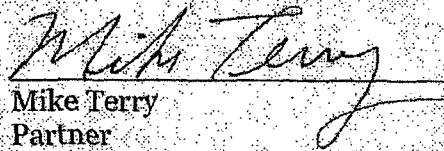
ACKNOWLEDGED AND AGREED:

Fletcher Rowley

Paramount Strategies

A large, stylized handwritten signature in black ink, appearing to read 'Bill Fletcher'.

Bill Fletcher
Partner

A handwritten signature in black ink, appearing to read 'Mike Terry'.

Mike Terry
Partner